

RECORDATION NO. 18468-Z FILED

JAN 09 '09 -8 30 AM

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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OF COUNSEL
URBAN A. LESTER

January 9, 2009

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease, dated as of January 8, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a partial termination and relates to the Equipment Lease Agreement and related documents previously filed with the Board under Recordation Number 18468.

The names and addresses of the parties to the enclosed document are:

Lessor:	Emigrant Business Credit Corporation (as assignee of AT&T Commercial Finance Corporation) 101 Executive Blvd Elmsford, NY 10523
Lessee:	Union Pacific Railroad Company (f/k/a Southern Pacific Transportation Company) 1416 Dodge Street Omaha, Nebraska 68179

Anne K. Quinlan, Esq
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A description of the railroad equipment covered by the enclosed document is:

25 railcars within the series CTRN 600205 - CTRN 600230 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

TERMINATION OF LEASE

THIS TERMINATION OF LEASE, dated as of this 8th day of January, 2009 (this "Termination") by UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, (f/k/a Southern Pacific Transportation Company) as lessee (the "Lessee"), and EMIGRANT BUSINESS CREDIT CORPORATION, a Delaware corporation, (as assignee of AT&T Commercial Finance Corporation) as lessor (the "Lessor"), of the railcars as described on the attached Exhibit A hereto (the "Terminated Railcars") from that certain Equipment Lease Agreement dated November 12, 1993 and filed under recordation number 18468, each between the Lessor (as assignee of AT&T Commercial Finance Corporation) and the Lessee (f/k/a Southern Pacific Transportation Company) (as amended, modified, or supplemented, the "Lease").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency are hereby acknowledged, Lessor and Lessee hereby terminate the Lease effective as of the date hereof in respect of the Terminated Railcars, and all of Lessor's and Lessee's obligations under the Lease relating to the Terminated Railcars are hereby terminated as of the date hereof, except for any obligations that expressly survive the termination of the Lease by its terms.

Signature Pages Follow

IN WITNESS WHEREOF, the parties hereto have each caused this Termination of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written.

Emigrant Business Credit Corporation

By: Jonida Roseland
Name: Jonida Roseland
Title: Senior Vice President.

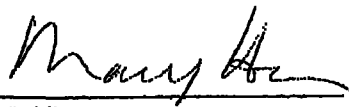
UNION PACIFIC RAILROAD COMPANY

By: Jacqueline R. White
Name:
Title:

STATE OF NY)
) ss.:
COUNTY OF Westchester)

On this 8th day of January, 2009, before me, a Notary Public in and for said County and State, personally appeared Sondra Rowland, the Senior Vice President of Emigrant Business Credit Corporation, who acknowledged himself/herself to be a duly authorized officer of Emigrant Business Credit Corporation, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IT WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Notary Public

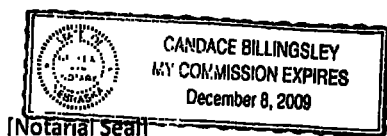
[Notarial Seal]

MARY HAN
Notary Public in and for New York
No. 0116246569-000
Qualifies for Westchester County 2009
Commission Expires Sept. 30, 2011

STATE OF Nebraska)
) ss.:
COUNTY OF Douglas)

On this 8th day of January, 2009 before me, a Notary Public in and for said County and State, personally appeared Jacqueline White, the ~~APP Strategic Sourcing~~ of Union Pacific Railroad Company, who acknowledged himself/herself to be a duly authorized officer of Union Pacific Railroad Company, and that, as such officer, being authorized to do so, he/she executed the foregoing Instrument for the purposes therein contained.

IT WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Candace Billingsley
Notary Public

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EXHIBIT A

Quantity of Cars and Description:

Twenty five (25) aluminum steel 100-ton quadruple hopper cars designed for rotary or bottom dump service, manufactured by Johnstown America Corporation.

Car Mark and Numbers:

<u>Mark</u>	<u>Number</u>
CTRN	600205
CTRN	600207
CTRN	600208
CTRN	600209
CTRN	600210
CTRN	600211
CTRN	600212
CTRN	600213
CTRN	600214
CTRN	600215
CTRN	600216
CTRN	600217
CTRN	600218
CTRN	600219
CTRN	600220
CTRN	600221
CTRN	600222
CTRN	600223
CTRN	600224
CTRN	600225
CTRN	600226
CTRN	600227
CTRN	600228
CTRN	600229
CTRN	600230

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

1/9/09



Robert W. Alvord